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November 21, 2001

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By Overnight Mail

NOV 26 2001

Federal Communications Commission
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Gettysburg, Pennsylvania 17325-7245

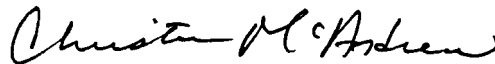
Re: Form 602 for VoiceStream Wireless Corporation

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of an FCC Form 602 for VoiceStream Wireless Corporation and its subsidiaries. Please date-stamp the enclosed copy marked "Return Copy" and return it to us in the self-addressed stamped envelope provided for that purpose. This Form 602 was originally submitted on November 7, 2001 but was returned because it contained a faxed signature page. The enclosed form contains an original signature page.

Thank you for your assistance. Please direct any questions regarding this tiling to the undersigned.

Very truly yours,



Christa McAndrew
Counsel to VoiceStream Wireless
Corporation

Enclosures

cc: Doane F. Kiechel

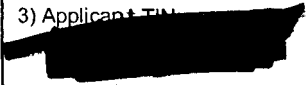


11/27/01 B911

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060 - 0799
See instructions for
public burden estimate

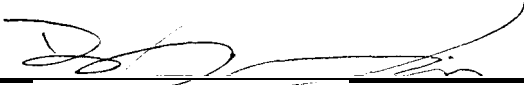
Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): VoiceStream Wireless Corporation		3) Applicant TIN: 	

Related FCC Regulated Businesses of Applicant/Licensee (continued)

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
VoiceStream Wireless Corporation (see Attachment 2)			
VS Washington Corporation and Subsidiaries (see Attachment 2)			
VoiceStream PCS BTA I Corporation and Subsidiaries (see Attachment 2)			
Omnipoint Corporation and Subsidiaries (see Attachment 2)			
VoiceStream Central Communications, Inc. f/k/a Aerial Communications, Inc. and Subsidiaries (see Attachment 2)			
VoiceStream GSM I, LLC f/k/a Cook Inlet/ VoiceStream PCS, LLC and Subsidiary (see Attachment 2)			
VoiceStream GSM II, LLC f/k/a Cook Inlet/ VS GSM II PCS, LLC and Subsidiaries (see Attachment 2)			
VoiceStream GSM III, LLC f/k/a Cook Inlet/ vs GSM III PCS, LLC and Subsidiaries (see Attachment 2)			
Cook Inlet/VS GSM IV PCS, LLC and Subsidiaries (see Attachment 2)			
Cook Inlet/VS GSM V PCS, LLC and Subsidiary (see Attachment 2)			
Cook Inlet/VoiceStream PV/SS PCS Partners, L.P. and Subsidiaries (see Attachment 2)			

5) Typed or Printed Name of Party Authorized to Sign

First Name: Dan	MI:	Last Name: Menser	suffix: Esq.
Title: Corporate Counsel			
Signature: 			Date: 11/20/01
Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			



FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

Approved by OMB
3060 -0799
See instructions for
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): T-Mobile International AG			3) Disclosable Interest Holder's TIN: N/A (not a U.S. company)
4) Disclosable Interest Holder's Address: Kennedyallee 1-5, 53175 Bonn, Germany			
5) Type of Interest in Applicant (D) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (Aktiengesellschaft organized under the laws of the Federal Republic of Germany)		7) Percent of Interest Held in Applicant: 100% Voting and Equity (See Attachment 1)
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C Voting		9) Disclosable Interest Holder's Country of Citizenship: Federal Republic of Germany	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): The ownership interest is direct. See Attachment 1.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
See DT's most current FCC Form 602 on file with the Commission.'			

¹ On June 27, 2001, Deutsche Telekom AG ("DT") updated its notification of consummations of the transfer of control of VoiceStream to reflect that on June 12, 2001, as had been described in the applications for transfer of control, VoiceStream became a wholly owned subsidiary of T-Mobile International AG, which is a wholly owned subsidiary of DT. See letter from William R. Richardson, Jr. to Magalie Roman Salas, IB Docket No. 00-187 (June 27, 2001).

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

Approved by OMB
3060 -0799
See instructions for
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Deutsche Telekom AG ("DT")		3) Disclosable Interest Holder's TIN: N/A (not a U.S. company)	
4) Disclosable Interest Holder's Address: Friedrich-Ebert-Allee 140, 53113 Bonn, Germany			
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C) (Aktiengesellschaft organized under the laws of the Federal Republic of Germany)		7) Percent of Interest Held in Applicant: 100% Voting and Equity (See Attachment 1)
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C Voting		9) Disclosable Interest Holder's Country of Citizenship: Federal Republic of Germany	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): The ownership interest is indirect. See Attachment 1.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
See DT's most current FCC Form 602 on file with the Commission.			

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Federal Republic of Germany		3) Disclosable Interest Holder's TIN: N/A (not a U.S. company)	
4) Disclosable Interest Holder's Address: Berlin, Germany			
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C)		7) Percent of Interest Held in Applicant: 43% Voting and Equity (See Attachment 1)²
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C Voting		9) Disclosable Interest Holder's Country of Citizenship: Federal Republic of Germany	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): The ownership interest is indirect. See Attachment 1.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

1 la) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
VoiceStream is unaware of any FCC regulated businesses owned by this disclosable interest holder.			

² This figure, which includes the Federal Republic of Germany's direct holdings in VoiceStream's parent entity, DT, and its indirect holdings in DT through Kreditanstalt für Wiederaufbau, is rounded to the nearest whole number.

Disclosable Interest Holder information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Kreditanstalt für Wiederaufbau			3) Disclosable Interest Holder's TIN: N/A (not a U.S. company)
4) Disclosable Interest Holder's Address: Palmengartenstrasse 5-9, 60325 Frankfurt am Main, Germany			
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): (C)		7) Percent of Interest Held in Applicant: 12% Voting and Equity (See Attachment 1)³
8) Disclosable interest Holder's Type of Ownership (refer to instructions for list): C Voting		9) Disclosable Interest Holder's Country of Citizenship: Federal Republic of Germany	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): The ownership interest is indirect. See Attachment 1.			

elated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
VoiceStream is unaware of any FCC regulated businesses owned by this disclosable interest holder.			

³ This figure is rounded to the nearest whole number.

ATTACHMENT 1

OWNERSHIP DISCLOSURE STATEMENT FOR
VOICESTREAM WIRELESS CORPORATION

VoiceStream Wireless Corporation ("VoiceStream's") files this FCC Form 602 to reflect its proposed acquisition of 100% of the ownership interests in D&E/Omnipoint Wireless Joint Venture, L.P.

I. CURRENT OWNERSHIP AND CONTROL OF VOICESTREAM

DEUTSCHE TELEKOM AG ("DT")

DT, a corporation organized under the laws of the Federal Republic of Germany, is headquartered at Friedrich-Ebert-Allee 140, 53 113 Bonn, Germany. DT, through its wholly owned subsidiary TMI (defined below), holds 100 percent of VoiceStream's common stock.

DT provides local, long distance, mobile telephony, Internet, data, cable television, and other telecommunications and information services in Germany and other foreign countries.

T-MOBILE INTERNATIONAL AG ("TMI")

TMI is a wholly owned subsidiary of DT. On June 12, 2001, VoiceStream became a wholly owned subsidiary of TMI, which continues to be controlled by DT. TMI thus holds 100% direct ownership of VoiceStream.

FEDERAL REPUBLIC OF GERMANY ("FRG")

FRG directly owns approximately 3 1% of the shares of DT, which, as noted above, holds 100% of VoiceStream's shares. FRG also holds an indirect interest in DT through Kreditanstalt für Wiederaufbau ("KfW"), a bank controlled by the German government. FRG owns 80% of KfW, which directly owns approximately 12% of the shares of DT. Thus, FRG is deemed to hold a total of approximately 43% of DT and, indirectly, VoiceStream.

KREDITANSTALT FÜR WIEDERAUFBAU ("KfW")

KfW directly owns approximately 12% of the shares of DT and, indirectly, of VoiceStream. KfW is a bank controlled by the German government and federal states.

D. OTHER INTERESTS

Based on the criteria set forth in Section 1.2112(a) of the Commission's Rules, 47 C.F.R. § 1.2112(a) and the Wireless Telecommunications Bureau's May 25, 1999, Public Notice

clarifying information to be disclosed on FCC Form 602,⁴ there are no officers or directors of VoiceStream who have disclosable interests in VoiceStream. Out of an abundance of caution, however, VoiceStream provides additional information regarding the officers and directors listed below, either because they represent (but do not control) shareholder interests of 10 percent or greater on VoiceStream's Board of Directors or because they are key management personnel within VoiceStream.

1. John W. Stanton -- Mr. Stanton is Chairman of VoiceStream's Board of Directors and its Chief Executive Officer. He is a United States citizen **with** principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.

2. Robert R. Stapleton -- Mr. Stapleton is VoiceStream's President and a member of its Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.

3. Dr. Karl-Gerhard Eick -- Mr. Eick is a member of VoiceStream's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.

4. Jeffrey A. Hedberg -- Mr. Hedberg is a member of VoiceStream's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.

5. Max Hirschberger -- Mr. Hirschberger is a member of VoiceStream's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.

6. Donald Guthrie -- Mr. Guthrie is Vice Chairman of VoiceStream's Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.

7. Kai-Uwe Ricke -- Mr. Ricke is a member of VoiceStream's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.

No other person or entity holds a 10 percent or more interest, or other disclosable

⁴ See Wireless Telecommunications Bureau Answers Frequently Asked Questions Concerning Reporting of Ownership Information on FCC Form 602, Public Notice, DA 99- 1001 (May 25, 1999).

interest, in VoiceStream.

ATTACHMENT 2

Disclosable Interests of VoiceStream Wireless Corporation

VoiceStream Wireless Corporation

Name	Principal Business	TIN	Percent of Interest Held
VoiceStream Wireless Corporation 12920 SE 38th Street, Bellevue, WA 98006	International Section 2 14 Global Resale	[REDACTED]	100%

VS Washington Corporation and Subsidiaries

Name	Principal Business	TIN	Percent of Interest Held
VS Washington Corporation 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio service (PCS)	[REDACTED]	100%
VoiceStream PCS BTA I Corporation 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
VoiceStream PCS I License L.L.C. 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
VoiceStream PCS II License Corporation 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
VoiceStream PCS 111 License Corporation 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
VoiceStream PCS LMDS Corporation 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (LMDS)	[REDACTED]	100%
VoiceStream SMR Corporation 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (SMR)	[REDACTED]	100%
GTE Wireless of Cincinnati, LLC 12920 SE 38th Street Bellevue WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Iowa Wireless Services Holding Corporation 312 8 th Street, Suite 410, Des Moines, IA 50309	Commercial mobile radio services (PCS)	[REDACTED]	38%

**VoiceStream Central Communications, Inc. f/k/a Aerial Communications, Inc. and
Subsidiaries**

Name	Principal Business	TIN	Percent of Interest Held
VoiceStream Central Communications, Inc. f/k/a Aerial Communications, Inc. 12920 SE 38th Street, Bellevue, WA 98006	International Section 214 Resale & Experimental Authority	[REDACTED]	100%
VoiceStream Columbus, Inc. f/k/a APT Columbus, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS) & Experimental Authority	[REDACTED]	100%
VoiceStream Houston, Inc. f/k/a APT Houston, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS) & Experimental Authority	[REDACTED]	100%
VoiceStream Kansas City, Inc. f/k/a APT Kansas City, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS) & Experimental Authority	[REDACTED]	100%
VoiceStream Tampa/Orlando, Inc. f/k/a APT Tampa/Orlando, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS) & Experimental Authority	[REDACTED]	100%
Wireless Alliance, L.L.C. 3905 Dakota St. SW, Alexandria, MN 56308	Commercial mobile radio services (PCS)	[REDACTED]	30%
VoiceStream Pittsburgh, L.P. 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%

Omnipoint Corporation and Subsidiaries

Name	Principal Business	TIN	Percent of Interest Held
Omnipoint Albany-Schenectady-Glens Falls E License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Boston, D License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Boston Area DE License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Buffalo Area DE License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Buffalo-Olean D License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Communications Inc. 12920 SE 38th Street, Bellevue, WA 98006	Telephone Maintenance & Experimental Authority	[REDACTED]	100%

Name	Principal Business	TIN	Percent of Interest Held
Omnipoint Corporation 12920 SE 38th Street, Bellevue, WA 98006	Experimental Authority	[REDACTED]	100%
Omnipoint DC Area DE License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint DC Area License Holdings, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint DC-Salisbury D License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Holdings, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Little Rock-El Dorado E License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Miami E License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint MI-Indiana Area DE License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint MI-Indiana-Findlay D License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint MI-Indiana-Lima D License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint New England DE License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint New York D License, LLC 3 Bethesda Metro Center, Suite 400, Bethesda, MD 20814	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint NY MTA License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	95.59%
Omnipoint St. Louis Area DE License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Salina-E. Hutchinson E License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
NOW Licenses, L.L.C. 3054 Cass Road, Traverse City, MI 49684	Commercial mobile radio services (PCS)	[REDACTED]	20%

VoiceStream PCS BTA I Corporation Subsidiaries'

Name	Principal Business	TIN	Percent of Interest Held
VoiceStream PCS BTA I License Corporation 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%

VoiceStream GSM I Holdings, LLC f/k/a Cook Inlet /VoiceStream PCS, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Cook Inlet/VoiceStream PV/SS PCS Holdings, L.P. 12920 SE 38th Street, Bellevue, WA98006	Commercial mobile radio services (PCS)	--	100%

Cook Inlet/VoiceStream PV/SS PCS Holdings, L.P. Subsidiary

Name	Principal Business	TIN	Percent of Interest Held
VoiceStream PV/SS PCS, L.P. f/k/a Cook Inlet/VoiceStream PV/SS PCS, L.P. 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%

VoiceStream GSM I Holdings, LLC f/k/a Cook Inlet/VoiceStream PCS, LLC Subsidiaries

Name	Principal Business	TIN	Percent of Interest Held
VoiceStream GSM I License Company, LLC f/k/a Cook Inlet/VoiceStream License Company LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
VoiceStream GSM I, LLC f/k/a Cook Inlet/VoiceStream PCS LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%

VoiceStream GSM II, LLC f/k/a Cook Inlet/VS GSM II PCS, LLC and Subsidiaries

VoiceStream GSM II, LLC f/k/a Cook Inlet/VS GSM II PCS, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS)	[REDACTED]	100%
Omnipoint Atlantic City License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio service (PCS)	[REDACTED]	100%
Omnipoint Dover License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio service (PCS)	[REDACTED]	100%
Omnipoint Philadelphia License LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio service (PCS)	[REDACTED]	100%

VoiceStream GSM III, LLC f/k/a Cook Inlet/VS GSM III PCS, LLC and Subsidiaries

VoiceStream GSM III, LLC f/k/a Cook Inlet/VS GSM III PCS, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio service (PCS)	[REDACTED]	100%
VoiceStream PA 1, LLC f/k/a CIVS PA 1, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio service (PCS)	[REDACTED]	100%
VoiceStream PA II, LLC f/k/a CIVS PA II, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio service (PCS)	[REDACTED]	100%
VoiceStream PA III, LLC f/k/a CIVS PA III, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio service (PCS)	[REDACTED]	100%
D&E/Omnipoint Wireless Joint Venture, L.P. 4139 Oregon Pike, Ephrata, PA 17522	Commercial mobile radio services (PCS) and International Section 214 Global Resale	[REDACTED]	100%
Omnipoint Philadelphia-E. Lancaster E License, LLC 12920 SE 38th Street, Bellevue, WA 98006	Commercial mobile radio services (PCS) and International Section 214 Global Resale	[REDACTED]	50%

Cook Inlet/VS GSM IV PCS Holdings, LLC Subsidiaries

Cook Inlet/ VS GSM IV PCS, LLC 2525 "C" Street, Suite 500 P.O. Box 93330 Anchorage, AK 99509-3330	Commercial mobile radio services (PCS)	--	83.65%
BCN Communications, L.L.C. 2525 "C" Street, Suite 500 P.O. Box 93330 Anchorage, AK 99509-3330	Commercial mobile radio services (PCS)	[REDACTED]	91.8%
CIVS IV License Sub 1, LLC 2525 "C" Street, Suite 500 P.O. Box 93330 Anchorage, AK 99509-3330	Commercial mobile radio services (PCS)	[REDACTED]	83.65%

Cook Inlet/VoiceStream GSM V PCS Holding, LLC Subsidiary

Cook Inlet/VoiceStream GSM V PCS, LLC 2525 "C" Street Suite 500 P.O. Box 93330 Anchorage, AK 99509-3330	Commercial mobile radio services (PCS)	--	50.54%
--	--	----	--------